

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF OHIO  
EASTERN DIVISION

DANIEL HIMMEL, Derivatively on Behalf of EATON CORPORATION,	) Case No. 1:11-cv-02516-SO )
v.	) Plaintiff, ) Judge Solomon Oliver, Jr. ) )
ALEXANDER M. CUTLER, RICHARD H. FEARON, NED C. LAUTENBACH, GARY L. TOOKER, MICHAEL J. CRITELLI, DEBORAH L. MCCOY, GREGORY R. PAGE, CHRISTOPHER M. CONNOR, CHARLES E. GOLDEN, ARTHUR E. JOHNSON, TODD M. BLUEDORN, GEORGE S. BARRETT, JOHN R. MILLER, VICTOR A. PELSON, and ERNIE GREEN,	) )
	) Defendants, ) - and - ) )
EATON CORPORATION, an Ohio corporation,	) )
	) Nominal Defendant. ) )

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IT IS HEREBY STIPULATED, by and between plaintiff Daniel Himmel ("Plaintiff"), defendants Alexander M. Cutler, Richard H. Fearon, Ned C. Lautenbach, Gary L. Tooker, Michael J. Critelli, Deborah L. McCoy, Gregory R. Page, Christopher M. Connor, Charles E. Golden, Arthur E. Johnson, Todd M. Bluedorn, George S. Barrett, John R. Miller, Victor A. Pelson, and Ernie Green (collectively, the "Individual Defendants"), and nominal defendant Eaton Corporation ("Eaton" or the "Company" and, collectively with the Individual Defendants, "Defendants"), through their respective counsel of record, and pursuant to Rules 23.1(c) and 41(a) of the Federal Rules of Civil Procedure, as follows:

WHEREAS, on November 18, 2011, Plaintiff filed his shareholder derivative complaint

(the "Complaint") on behalf of Eaton in the above-captioned action;

WHEREAS, on December 9, 2011, Defendants filed an unopposed motion to extend their deadline to plead or otherwise respond to the Complaint to January 12, 2012;

WHEREAS, on December 9, 2011, this Court entered an order granting Defendants' unopposed motion;

WHEREAS, on December 22, 2011, Eaton filed a motion to dismiss the Complaint for lack of subject matter jurisdiction;

WHEREAS, Plaintiff wishes to voluntarily dismiss this action without prejudice, and Defendants do not oppose said dismissal; and

WHEREAS, the parties respectfully submit that notice is unnecessary to protect the interests of Eaton and its shareholders for the following reasons: (i) Plaintiff seeks dismissal without prejudice; (ii) the Company's interests will be unaffected because there is already another pending shareholder derivative case captioned *Clem v. Cutler, et al.*, Case No. 1:11-cv-02515-JG (N.D. Ohio filed Nov. 18, 2011) that alleges virtually identical claims on behalf of the Company; (iii) there has been no settlement or compromise; (iv) there has been no collusion among the parties; and (v) neither Plaintiff nor his counsel has received nor will receive any consideration from the Company or the individual defendants for the dismissal.

NOW THEREFORE the parties STIPULATE and AGREE, and request that the Court enter an order approving the voluntary dismissal of this action pursuant to Rules 23.1(c) and 41(a) of the Federal Rules of Procedure, as follows:

1. This action is hereby dismissed without prejudice.
2. For the reasons stated above, notice of said dismissal is not required.
3. Each party shall bear their own fees and costs.

Dated: December 30, 2011

Respectfully submitted,

ROBBINS UMEDA LLP

s/ George Aguilar

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Dated: December 30, 2011

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*Attorneys for Defendants Alexander M. Cutler and Richard H. Fearon*

**\*\*\*ORDER\*\*\***

The above stipulation having been considered, and good cause appearing therefore,

**IT IS SO ORDERED.**

January 3, 2012

DATED

/s/ SOLOMON OLIVER, JR., CHIEF JUDGE

HONORABLE SOLOMON OLIVER, JR.  
UNITED STATES DISTRICT JUDGE